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November 26, 2001

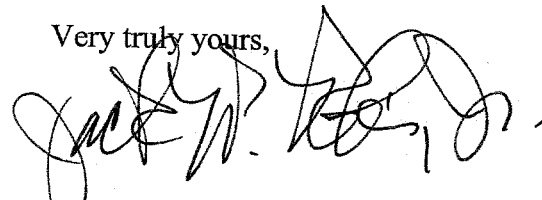
David Waddell, Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Docket to Determine the Compliance of BellSouth Telecommunications, Inc.'s  
Operations Support Systems with State and Federal Regulations*  
Docket No. 01-00362

Dear Mr. Waddell:

Enclosed please find the original and thirteen copies of AT&T Communications of the South Central States, Inc. and TCG MidSouth, Inc.'s Reply to Outstanding Procedural Issues in the above referenced matter. Copies have been served on all parties of record.

Very truly yours,



Jack W. Robinson, Jr.

JWRjr/ghc

cc: All parties of record  
Sylvia Anderson, Esq.  
Michael Hopkins, Esq.

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

In re:

Docket to Determine the Compliance  
of BellSouth Telecommunications, Inc.'s  
Operations Support Systems with State  
and Federal Regulations

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Docket No.: 01-00362

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**REPLY OF AT&T COMMUNICATIONS OF THE SOUTH CENTRAL STATES, INC.  
AND TCG MIDSOUTH, INC. TO OUTSTANDING PROCEDURAL ISSUES**

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AT&T Communications of the South Central States, Inc. and TCG MidSouth, Inc. (collectively "AT&T") hereby submit its reply to various outstanding procedural issues regarding: (A) Georgia Third Party Test and PWC Attestation; (B) Mr. McElroy's Redacted Direct Testimony; and (C) BellSouth's Regionality Matrix.

**A. The Authority Should Deny BellSouth's Motion to Reconsider the Striking of the Georgia Third Party Test and PWC Attestation.**

The chronological history of BellSouth's prior refusal to present witnesses from KPMG and PWC is set out in the Authority's Order Resolving Procedural Motions dated November 14, 2001 (the "November 14<sup>th</sup> Order"). Almost a week after the Authority's November 14<sup>th</sup> Order striking the Georgia Third Party Test and the PWC attestation, and after the deadline for filing rebuttal testimony, BellSouth is attempting to atone for its "lack of good faith and its unwillingness to assist the Authority in resolving the issues in this docket" by filing a notice of appearance for Mr. Michael Weeks of KPMG and Mr. Robert Lattimore of PWC. *See* November 14<sup>th</sup> Order at 24. The Authority should deny BellSouth's Motion for Reconsideration premised on that notice of appearance because it is too little, too late.

The Authority had good reason to strike the Georgia Third Party Test and the PWC attestation and prohibiting BellSouth from presenting evidence concerning these reports at the

hearing. The Authority had repeatedly advised BellSouth that it would require third party witnesses who prepared the reports to be available for cross examination at the hearing.

BellSouth, however, has repeatedly failed to heed the Authority's directions until after all deadlines had expired. Allowing BellSouth chance after chance to comply with the Authority's Orders does not encourage prompt and strict compliance.

On page four of its Response to AT&T's Motion to Compel Filing of Matrix and Strike Testimony filed at approximately noon on November 20<sup>th</sup>, BellSouth stated:

In light of the Authority's November 14, 2001 Order striking the Georgia Third Party Test and the PWC attestation, BellSouth has withdrawn the direct testimony of Mr. McElroy and will not be filing his rebuttal testimony. Given the November 14, 2001, Order, BellSouth expects that AT&T will withdraw the testimony of Ms. Sharon Norris rebutting Mr. McElroy's direct testimony.

Approximately four hours later after the deadline for filing rebuttal testimony had expired, however, BellSouth submits its notice of appearance and redacted direct testimony of Mr. McElroy regarding the Georgia Third Party Test and the PWC attestation. Just as AT&T had predicted in its previous Procedure Motion, BellSouth has waited to the last possible minute to submit evidence in accordance with the letter and spirit of the Authority's procedural orders, thereby hampering the CLECs' ability to respond to BellSouth's affirmative case in an efficient and effective manner.

AT&T urges the Authority to stand firm behind its previous Orders for the reasons stated therein. AT&T, however, realizes that the Authority strives to consider all relevant evidence within the boundaries of fairness and due process. Accordingly, we defer to the Authority's good judgment on whether the potential value of the previously stricken evidence outweighs harm

caused by BellSouth's lack of good faith and repeated failures to comply with the Authority's orders.

**B. The Authority Should Strike Mr. McElroy's Redacted Direct Testimony.**

At the Pre-Hearing Conference conducted on November 8, 2001, the Authority granted in part AT&T's motion to strike Mr. McElroy's testimony and ordered BellSouth to submit redacted testimony by November 13, 2001. AT&T provided BellSouth with proposed redactions in the morning of November 12<sup>th</sup>. BellSouth, however, failed to file redacted testimony on November 13<sup>th</sup> in accordance with the Authority's directions. On November 16<sup>th</sup>, AT&T renewed its motion to strike Mr. McElroy's direct testimony in its entirety based on the Authority's November 14<sup>th</sup> Order. In its response to AT&T's motion filed at approximately noon on November 20<sup>th</sup>, BellSouth did not oppose the striking of Mr. McElroy's testimony and, in fact, withdrew it. In a bizarre change of heart, BellSouth advised AT&T after the November 20<sup>th</sup> 3:00 p.m. deadline for the submission of rebuttal testimony that BellSouth would indeed be filing redacted direct testimony for Mr. McElroy.

The Authority should strike Mr. McElroy's redacted direct testimony in its entirety because of BellSouth's repeated failures to comply with the Authority's directions. BellSouth initially filed testimony that went beyond the scope of the Phase I hearing. BellSouth failed to file redacted testimony by the November 13<sup>th</sup> deadline. BellSouth misrepresented to the Authority that it was withdrawing Mr. McElroy's testimony in its response to AT&T's motion. And finally, BellSouth filed redacted direct testimony after all deadlines for the submission of pre-filed testimony of any kind. The potential value of Mr. McElroy's redacted testimony, moreover, is significant lower than that of Mr. Weeks and Mr. Lattimore. While Mr. Weeks and

Mr. Lattimore are ostensibly "first hand" sources of information regarding the Georgia Third Party Test and PWC Attestation respectively -- Mr. McElroy is not.

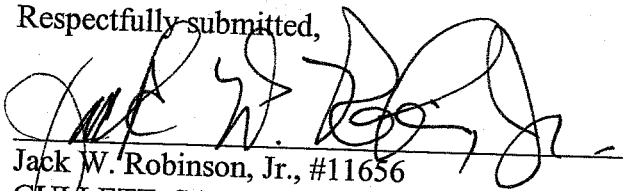
Again, AT&T defers to the Authority's good judgment on whether the potential value of Mr. McElroy's redacted direct testimony outweighs harm caused by BellSouth's lack of good faith and repeated failures to comply with the Authority's orders. However, the balancing equation is different with Mr. McElroy than the KPMG and PWC witnesses because of a higher level of BellSouth culpability and the limited value of Mr. McElroy's testimony. Accordingly, we urge the Authority to strike Mr. McElroy's testimony in its entirety.

**C. The Authority Should Compel BellSouth to File A Compliant Regionality Matrix.**

AT&T explained in its previous Motion to Compel that BellSouth's Regionality Matrix was not compliant with the Authority's Order. BellSouth disagrees, with AT&T's conclusion, but not with the facts. BellSouth's regionality matrix simply lists evaluation criteria rather than OSS systems, processes and procedures. That motion is now ripe for decision. If the Authority concludes, as AT&T did, that the matrix does not comply with the letter and spirit of the Authority's Order and is not sufficient for its intended purpose, it should direct BellSouth to submit a compliant matrix.

For the reasons stated herein, AT&T respectfully requests that the Authority grant the relief requested by AT&T.

Respectfully submitted,

  
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**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Reply was served by Facsimile and/or U.S. mail on the following parties of record this 26<sup>th</sup> day of November, 2001:

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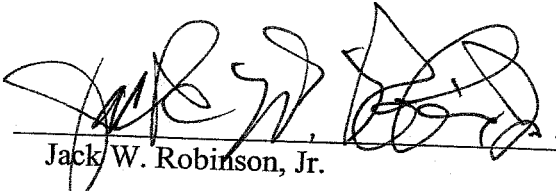
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